

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	)
In re:	) Chapter 11, Jointly Administered
	)
DELPHI CORPORATION, et al.	) Case No. 05-44481
	)
	) Schedule No. 1608536
	) Claim No. 292 and 2049
Debtor.	) \$4,019,539.03
-----X	

NOTICE OF TRANSFER OF CLAIM  
PURSUANT TO FRBP RULE 3001(e)(2)

1. TO: **APS CLEARING, INC.** ("Transferor")  
Attn: Matthew Hamilton  
1301 Capital of Texas Hwy,  
Suite No. B-220  
Austin, Texas 78746
2. Please take notice of the transfer of 100% of your general unsecured and reclamation Claim(s) (as defined in Exhibit A and B hereto), in the amount of \$4,019,539.03 in the bankruptcy case referenced above, together with all applicable interest, fee and expenses thereto, has been transferred (unless previously expunged by court order) to:

**BLUE ANGEL CLAIMS LLC** ("Transferee")  
c/o Davidson Kempner Capital Management LLC  
65 East 55<sup>th</sup> Street, 19<sup>th</sup> Floor  
New York, New York 10022  
Phone: 212-446-4018  
Fax: 212-446-4033  
Attn: Jennifer Donovan

Evidence that Transferor has assigned all of its right, title and interest in the Claim(s) to Transferee is attached hereto as Exhibit A.

3. No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

-- **FILE A WRITTEN OBJECTION TO THE TRANSFER** with:

United States Bankruptcy Court  
Southern District of New York  
Attn: Clerk of Court  
Alexander Hamilton Custom House  
One Bowling Green  
New York, NY 10004-1408

-- **SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.**

-- Refer to **INTERNAL CONTROL NO.** \_\_\_\_\_ in your objection and any further correspondence related to this transfer.

4. If you file an objection, a hearing will be scheduled. **IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEREE WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING.**

CLERK

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**FOR CLERK'S OFFICE USE ONLY:**

This notice was mailed to the first named party, by first class mail, postage prepaid on \_\_\_\_\_, 2005.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy: (check) Claims Agent \_\_\_\_ Transferee \_\_\_\_ Debtor's Attorney \_\_\_\_

\_\_\_\_\_  
Deputy Clerk

~~Exhibit A~~

## EVIDENCE OF TRANSFER

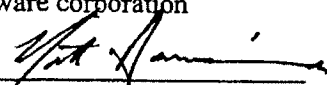
APS Clearing, Inc, with an address at 1301 Capital of TX Highway, Suite No. B-220, Austin, Texas 78746 ("Assignor") transfers and assigns unto Blue Angel Claims LLC., its successors and assigns ("Assignee"), pursuant to the terms of that certain Purchase and Sale Agreement For Certain Claims In The Chapter 11 Cases<sup>2</sup>, of even date herewith (the "Agreement"), all of it's right, title and interest in and to those certain scheduled claims, identified on the attached Schedule, in the aggregate face amount of \$4,233,181.81, as further listed in Schedule F of the Schedules of Assets and Liabilities filed (the "Claims") by Delphi Automotive Systems, LLC and certain of its affiliates (the "Debtor"), in the United States Bankruptcy Court, Southern District of New York ("Bankruptcy Court"), jointly administered under Case No. 05-44481, originally assigned by the Original Creditor identified on the attached Schedule to Assignor's Immediate Prior Seller prior to the date hereof.

Assignor hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Claims and recognizing the Assignee as the sole owner and holder of the Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claims, and all payments or distributions of money or property in respect of the Claims, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Assignment to be duly executed as of April 21, 2006.

ASSIGNOR:

APS CLEARING, INC.  
a Delaware corporation

By:   
Name: Matthew Hamilton  
Title: Managing Director

ASSIGNEE:

BLUE ANGEL CLAIMS LLC

By: \_\_\_\_\_  
Name:  
Title:

<sup>2</sup> Capitalized terms not otherwise defined herein, have those meaning ascribed to such terms in the Agreement.

EXHIBIT A  
EVIDENCE OF TRANSFER

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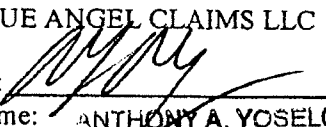
**ASSIGNOR:**

APS CLEARING, INC.  
a Delaware corporation

By: \_\_\_\_\_  
Name: Matthew Hamilton  
Title: Managing Director

**ASSIGNEE:**

BLUE ANGEL CLAIMS LLC

By:   
Name: ANTHONY A. YOSELOFF  
Title: GENERAL PARTNER

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<sup>2</sup> Capitalized terms not otherwise defined herein, have those meaning ascribed to such terms in the Agreement.

~~Exhibit A~~

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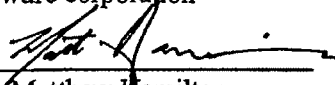
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Title: Managing Director

ASSIGNEE:

BLUE ANGEL CLAIMS LLC

By: \_\_\_\_\_  
Name:

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Name: Matthew Hamilton  
Title: Managing Director

**ASSIGNEE:**

BLUE ANGEL CLAIMS LLC

By:   
Name: ANTHONY J. YOSELOFF  
GENERAL PARTNER

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EXHIBIT B  
SCHEDULE OF CLAIMS

Original Creditor	Assignor	Debtor	Proof of Claim No.'s	POC Amount	Schedule No.	Scheduled Amount
Engelhard Corporation	Aslan Capital Master Fund, LP	Delphi Automotive Systems, LLC	292 / 2049	\$ 4,019,539.03	1608536	\$ 4,233,181.81
TOTAL - 1 CLAIM				\$4,019,539.03		\$4,233,181.81